

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF PUERTO RICO**

**IN RE:**

**LA FUNDADORA, INC.**

**DEBTOR**

**IN RE:**

**JUAN MIGUEL MUÑOZ ROLDAN  
PATRICIA YVONNE GALINDEZ MATOS**

**DEBTORS**

**CASE NO. 09-05820 SEK**

**CHAPTER 12**

**CASE NO. 09-05822 SEK**

**CHAPTER 12**

**MOTION REQUESTING SUBSTANTIVE CONSOLIDATION**

**TO THE HONORABLE COURT:**

**COME NOW** Debtors through the undersigned attorney and respectfully request and pray for the following:

1. On July 15, 2009 Debtors La Fundadora, Inc. and; Juan Miguel Muñoz Roldán and Patricia Yvonne Galindez Matos, filed voluntary petitions for relief pursuant chapter 12 of the Bankruptcy Code, 11 U.S.C. §1201 et.seq.
2. Debtor, La Fundadora, Inc. is a corporation dedicated to the operation of a milk farm.
3. Debtors Juan Miguel Muñoz Roldan and Patricia Yvonne Galindez Matos are the owners of La Fundadora, Inc. They also function as the officials of the corporation and are in charge of its daily operations.
4. For all purposes Debtors are a single economic entity, and the substantive consolidation of Debtors' affairs will be to their benefit and that of their creditors.
5. Debtors have the following common factors:

- a. Debtors have a unity of interests,
  - b. Debtors Juan Miguel Muñoz Roldan and Patricia Yvonne Galindez Matos are personally liable as guarantors of the La Fundadora, Inc.'s debts,
  - c. The consolidation of the above mentioned cases will result in savings in costs and time eliminating duplication of the adjudication of the common subjects,
  - d. Debtors and their creditors will benefit of the consolidation of both cases.
6. Substantive consolidation consists of consolidation of the assets and liabilities of different legal entities "as if the assets were held by and the liabilities were owed by a single legal entity". 2-105 *Collier on Bankruptcy 15th Edition* Rev. P 105.09.
  7. Furthermore, substantive consolidation serves as a mechanism for the administration "of the bankruptcy estates of multiple, related entities". *In re Babcock & Wilcox Co.*, 250 F.3d 955, 958-959 (5th Cir. La. 2001), *FDIC v. Colonial Realty Co.*, 966 F.2d 57, 58-59 (2d Cir. Conn. 1992), citations omitted.
  8. The power of the bankruptcy court to order the substantive consolidation of the estates of two separate entities arises from the broad powers conferred by section 105 of the Bankruptcy Code, 11 U.S.C. §105. *In re Smith and Kourian*, 216 B.R. 686, 687 (B.A.P. 1st Cir. 1997); *In re Pedro Abich, Inc.* 165 B.R. (D.P.R. 1994).
  9. Debtors understand that the consolidation of the above mentioned cases will be in their best interests and that of their creditors since the consolidation of the same will allow them to operate in accordance to their shared interests, will reduce costs and save time.

10. Debtors respectfully request through this motion the substantive consolidation of the cases, into the leading case 09-0582 SEK-12 La Fundadora, Inc.

**WHEREFORE**, Debtors request and pray for an order granting this motion with any other procedure that in accordance to law this Honorable Court deems just and proper.

**I HEREBY CERTIFY** that a copy of this motion has been electronically filed with the Clerk of the Bankruptcy Court using CM/ECF which will forward a copy of the same to: the U.S. Trustee and all other parties in interest and; by mail to all parties in interest as per the Master Address List, granting them twenty (20) days to object and an additional three (3) days in accordance to FRBP 9006(f). Untimely objections should be denied.

In Caguas, Puerto Rico, this 15<sup>th</sup> day of July, 2009.

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/s/ Isa M. Gratacós- Padró (221209)